AN AMAZING SPIDER-MAN EVENT

DEAD NO MORE: THE CLONE CONSPIRACY™

#5

SLOTT
CHEUNG
DELL
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MARVEL

When science geek Peter Parker was bitten by a radioactive spider, he was imbued with amazing abilities: the proportional strength and speed of a spider, adhesive fingertips and toes, and a precognitive awareness of danger called "spider-sense." After inadvertently playing a part in the death of his Uncle Ben, Peter learned that with great power there must also come great responsibility, and now fights crime as the web-slinging, wall-crawling wonder called...

The AMAZING SPIDER-MAN

Years ago, a mad scientist called the JACKAL cloned Peter Parker and created BEN REILLY, the original Scarlet Spider. Ben fought against him and for a time took up the mantle of the Amazing Spider-Man before sacrificing his life to save Peter's. But his story didn't end there. In an effort to perfect his cloning technology, the Jackal re-cloned and tortured Ben again and again. Ben snapped, freed himself, and took over as the Jackal, hoping to use the villain's tech to save the world.

Ben created the company New U. Claiming to deliver medical miracles, the company was really replacing ailing patients with near-perfect clones. One of these patients was an employee of Peter's company, Parker Industries, named Jerry Salteres. Upon meeting the seemingly cured Jerry, Peter's Spider-Sense went off, prompting him to investigate New U. There, he uncovered the dark truth: Ben has cloned nearly everyone who has died in Spider-Man's life, from friends and loved ones like Gwen Stacy, Captain Stacy, and Jean DeWolff, to his worst enemies like Doctor Octopus and the Green Goblin, hoping to convince Peter to use Parker Industries' reach to make New U global.

When Peter declined, Ben activated a deadly contingency plan. He sent out a signal that destabilized the clones' bodies, making anyone around them vulnerable to the lethal Carrion virus!

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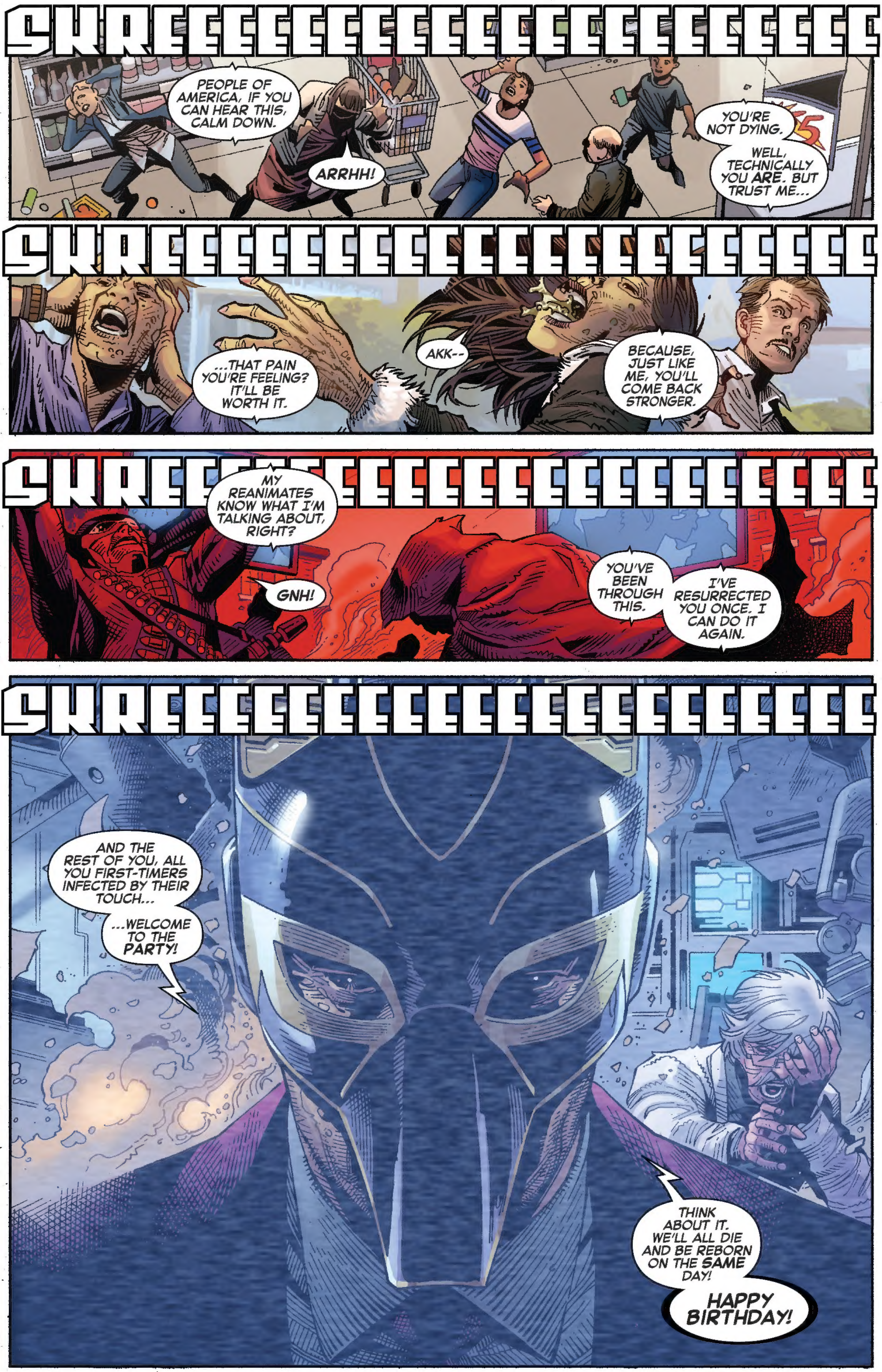

SKREEEEEEEEEEEEEEEEEEEEEE
PEOPLE OF AMERICA, IF YOU CAN HEAR THIS, CALM DOWN.
ARRHH!
YOU'RE NOT DYING.
WELL, TECHNICALLY YOU ARE. BUT TRUST ME...
SKREEEEEEEEEEEEEEEEEEEEEE
...THAT PAIN YOU'RE FEELING? IT'LL BE WORTH IT.
AKK--
BECAUSE, JUST LIKE ME, YOU'LL COME BACK STRONGER.
SKREEEEEEEEEEEEEEEEEEEEEE
MY REANIMATES KNOW WHAT I'M TALKING ABOUT, RIGHT?
GNH!
YOU'VE BEEN THROUGH THIS.
I'VE RESURRECTED YOU ONCE. I CAN DO IT AGAIN.
SKREEEEEEEEEEEEEEEEEEEEEE
AND THE REST OF YOU, ALL YOU FIRST-TIMERS INFECTED BY THEIR TOUCH...
...WELCOME TO THE PARTY!
THINK ABOUT IT. WE'LL ALL DIE AND BE REBORN ON THE SAME DAY!
HAPPY BIRTHDAY!

SURE, WE'LL ALL HAVE THE SAME HOROSCOPE...
...BUT, HEY, YOU'LL NEVER FORGET YOUR MOM'S BIRTHDAY. AND THAT'S A GOOD THING.
YOU'RE INSANE.
FINE. I DON'T KNOW HOW, BUT I'M GOING TO STOP YOU, FIX THIS...
...AND FOR EVERYTHING YOU'VE DONE HERE, BEN, YOU ARE GOING TO PAY!
SPIDEY! THERE'S STILL TIME!
I NEED YOU UP HERE! YOU HAVE TO--
SKTZZZZZ
ANNA?! SHE'S IN THE JACKAL'S LAB, WHERE HE--
OF COURSE! THAT'S IT!
THAT SIGNAL! GOTTA GET AWAY FROM IT!
MOVE IT!
THIS WAY!

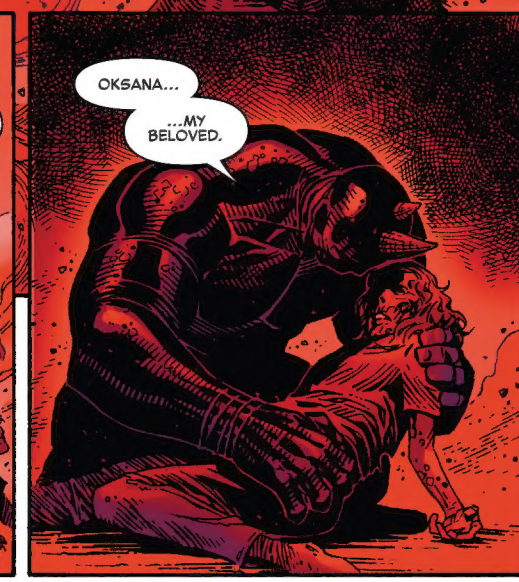
HEADS UP! WE GOT A STAMPEDE!

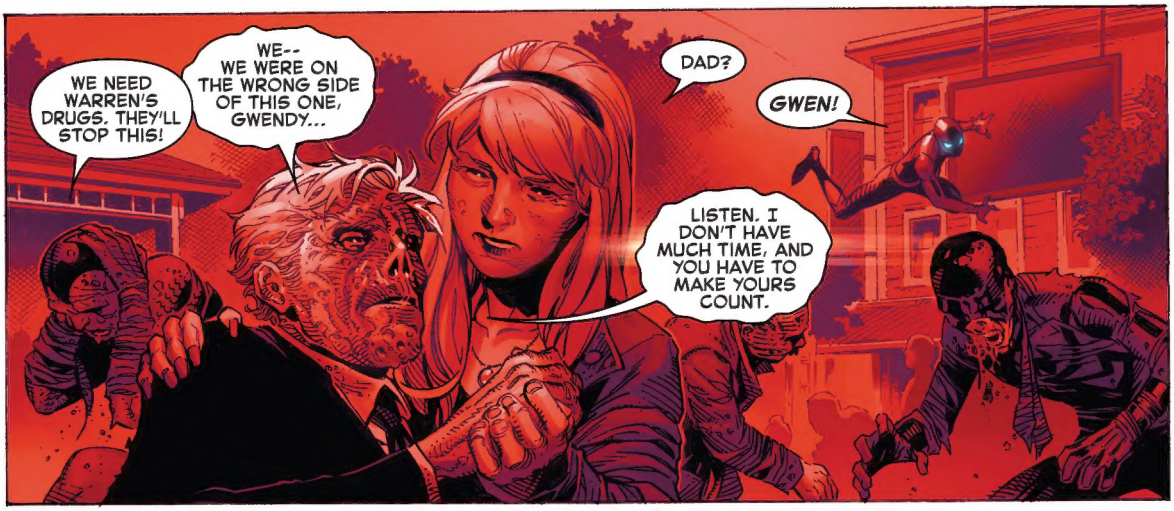
PROWLER! DEWOLFF! I NEED YOU GUYS TO CONTAIN THIS!

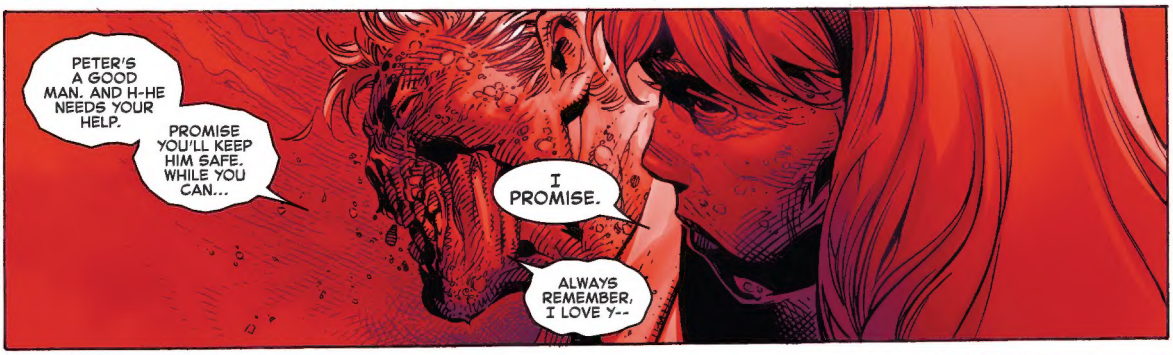
THEY'RE ALL CONTAGIOUS! IF THEY LEAVE THE BUILDING--

DON'T WORRY. I WAS ON CROWD CONTROL BEFORE YOU SPUN YOUR FIRST WEB!

WE'LL HOLD 'EM HERE! GET MOVING!




WE NEED WARREN'S DRUGS. THEY'LL STOP THIS!
WE-- WE WERE ON THE WRONG SIDE OF THIS ONE, GWENDY...
DAD?
GWEN!
LISTEN. I DON'T HAVE MUCH TIME, AND YOU HAVE TO MAKE YOURS COUNT.

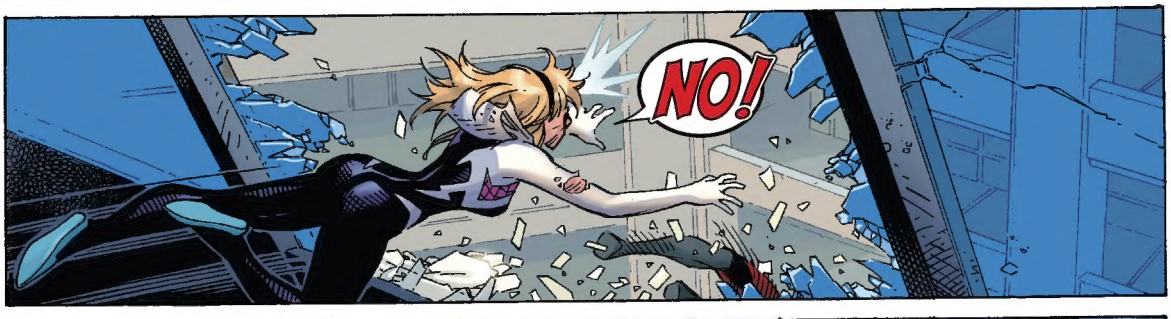

PETER'S A GOOD MAN. AND H-HE NEEDS YOUR HELP.
PROMISE YOU'LL KEEP HIM SAFE. WHILE YOU CAN...
I PROMISE.
ALWAYS REMEMBER, I LOVE Y--

I--I AM SO SORRY.
SAVE IT FOR LATER. WHAT DO YOU NEED?
JACKAL'S LAB. CAN YOU GET ME THERE?
YEAH. I KNOW EVERY INCH OF THIS PLACE. C'MON...

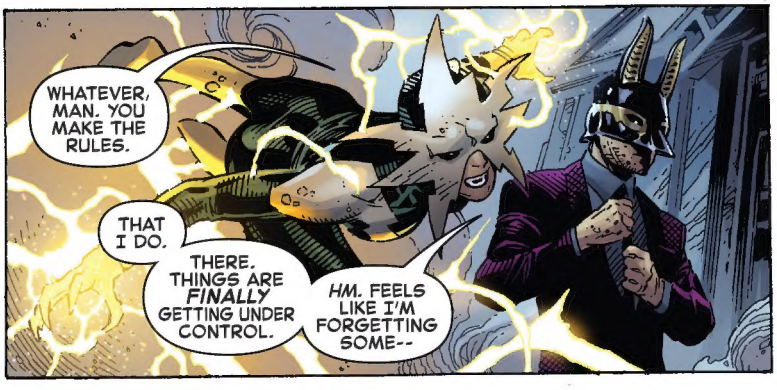
...YOU'RE WITH ME!
THOSE GOBLINS WITH YOU, TOO?
NO.
I FIGURED. IT'S NEVER EASY, IS IT?
LOOK WHO YOU'RE TALKING TO.

YAHH!
ZAKK
PEOPLE, I'VE GOT A LOT OF THINGS ON MY TO-DO LIST RIGHT NOW, AND THIS IS NOT HELPFUL.
CAN YOU ALL PLEASE TAKE THIS OUTSIDE...
...OR JUST DIE FASTER? THANKS.
YOU FREAKING NUTJOB!
WHAT YOU'VE DONE HERE! YOU'VE KILLED US ALL!
ERKK!
ANNA, I NEVER MEANT TO INFECT YOU.
THE GUILT I'M FEELING IS UNBEARABLE!
THIS IS THE JACKAL'S FAULT!
ONE: SHUT UP.
TWO: BACK OFF.
AND THREE: IF YOU DON'T MIND, I'M TRYING TO SAVE THE WORLD HERE.
LOOK AT YOU. DECAYING LIKE THE REST OF US. FOR ALL YOUR TALK--
--YOU'RE JUST ANOTHER CLONE!
WRONG. I'M A VERY SPECIAL CLONE. ONE THAT'S NEAR AND DEAR TO YOU...
...BROTHER.
BEN?!

KASHH
THAT WAS A FUN FAMILY REUNION, KAINE...
...BUT I THINK IT WAS OUR LAST.
'CAUSE AFTER THIS, I AM SO NOT BRINGING YOU BACK.


NO!

ELECTRO, GO AFTER THEM. FINISH THE JOB.
WAIT, BUT YOU'VE ALWAYS TOLD ME NOT TO--
SPECIAL CIRCUMSTANCES.
SHE'S NOT EVEN FROM THIS DIMENSION.


WHATEVER, MAN. YOU MAKE THE RULES.
THAT I DO.
THERE. THINGS ARE FINALLY GETTING UNDER CONTROL.
HM. FEELS LIKE I'M FORGETTING SOME--

WAK

FASTER! THOSE GOBLINS--AND THAT PUMPKIN-HEAD GUY--THEY'RE STILL BEHIND US!
I KNOW. SPIDER-SENSE. REMEMBER?
THOUGHT THAT WENT OFF AROUND ALL OF US REANIMATES.
YEAH. AND I JUST FIGURED OUT WHY.
YOU'RE ALL INFECTIOUS. CONTAGIOUS. DANGEROUS.
HEY! IT'S NOT LIKE WE CAN HELP IT IF--
AH!
KAINE!
IT'S ME!
I MEAN--HER?!
THWIP
I'VE GOT YOU!
SHE'S GOT SPIDER-POWERS?
NEVER CAME UP.
YOU NEVER SAID SHE--
--WAS SOME KINDA SUPER HERO.
WOW, I GET IT NOW. GUESS THERE IS A BETTER VERSION OF ME OUT THERE.
HEY. LOOK AT ME.
THERE'S ONLY ONE GWEN STACY. AND I'D KNOW HER ANYWHERE.

DON'T. WE HAVE NO TIME FOR THIS.
I DON'T CARE. THERE'S SOMETHING I NEED TO TELL YOU.
WAIT! THERE. THAT LANDING.
JACKAL'S LAB IS RIGHT THROUGH THERE.
GREAT. I'VE GOT AN IDEA, BUT I'M GOING TO NEED YOUR HELP.
YEAH. ABOUT THAT...I'VE GOT AN IDEA TOO.
FINE. YOU TELL ME YOURS, MS. STACY, I'LL TELL YOU MINE.
WHY DON'T I SHOW YOU INSTEAD?
GWEN!
WHAT'RE YOU DOING?!
TCHOOOM
THOSE GUYS WHO WERE FOLLOWING US...
...THIS WILL KEEP 'EM OFF YOU. BUY YOU SOME TIME.
KRIK
OPEN THE DOOR, GWEN!

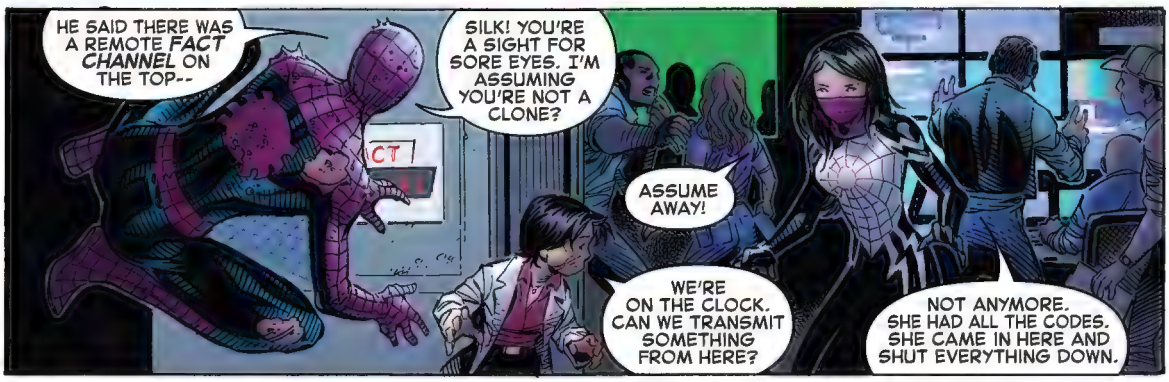
PLEASE.
C-CAN FEEL MYSELF GOING. DON'T WANT YOU TO SEE ME LIKE THIS.
GWEN, I--
LISTEN. THERE ARE MORE IMPORTANT THINGS THAN YOU AND ME.
EVERY PERSON ON THIS WHOLE STUPID PLANET IS COUNTING ON YOU, PETER PARKER.
PROMISE ME. DO YOUR JOB. MAKE ME PROUD.
I PROMISE.
HE WENT THROUGH THERE!
OUTTA THE WAY, GIRL!
NO.
YOU'RE ALREADY DYING! IS *THIS* HOW YOU WANT TO SPEND YOUR LAST MOMENTS ON EARTH?
THIS TIME? GOING OUT *FIGHTING*?!
HELPING TO *SAVE* THE *WORLD*?
YOU BET!
FWAK

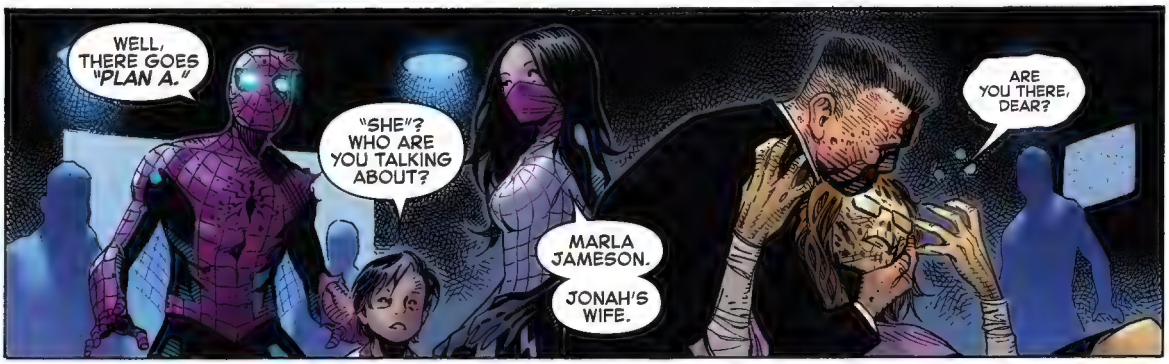
YOU ALL RIGHT?
YEAH. NICE SAVE WITH THE WEB-NET, KID.
I'D SAY YOU GOT A FUTURE IN THIS... IF EARTH HAD A FUTURE.
GOOD THING I'M NOT FROM THIS EARTH THEN.
THAT'S THE SPIRIT.
OH NO! LOOK!
ALL THE REANIMATES-- THE CLONES FROM THIS COMPLEX-- THEY GOT OUT!
IF THEY REACH THE REST OF THE CITY--
THEY'LL CONTAMINATE EVERYBODY!
WE'VE ALREADY SEEN THIS! ON A DOZEN WORLDS!
THIS IS HOW IT ALL ENDS!
BACK IN THERE! ALL OF YOU!
HA! SO, HOBIE BROWN... FIGHTING FOR THE OTHER SIDE NOW?
YOU FORGET YOU'RE A CLONE TOO?!
ONLY 'CAUSE YOU KILLED ME, LADY!
THIS TIME, I'LL MAKE IT STICK!
SSSTUPID HUMANSSS. FIGHTING. AND FOR WHAT?
MARTHA. BILLY. THISSS WAY. I CAN FIXSS THISSS.
BUT THERE'SSS ONLY ENOUGH FOR USSS.

FIGHTING DOC OCK WITH THE WORLD AT STAKE.
NOT GONNA LIE, OTTO, IT FEELS LIKE OLD TIMES.
SHUT UP!
GOTTA BE HERE SOME-WHERE.
THERE! NOW TO CREATE ITS INVERSE FREQUENCY...
TEK TEK TEK
BEN!
BROTHER! THERE YOU ARE!
TWO OF YOU NOW? IT MATTERS NOT!
I'LL TAKE THE PAIR OF YOU ON!
KFLANG
WHATEVER YOU WERE, REILLY--
KRAK
--YOU'RE NOT MY BROTHER!
YOU'RE THE BAD GUY!
JUST ANOTHER LUNATIC IN A MASK!
NO! I'M THE HERO HERE. YOU JUST DON'T SEE IT!
PETE, STOP. OTTO'S GOT THIS! I NEED YOU!

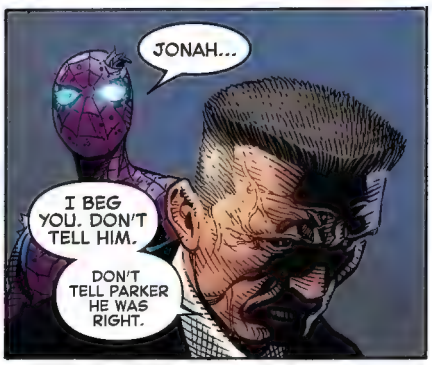
ANNA! YOU'RE INFECTED--
IT'S NOT ABOUT THAT! I DON'T NEED SPIDER-MAN. I NEED PETER PARKER'S BRAIN.
WE ALL DO.
YOU WORKED OUT THE INVERSE FREQUENCY, DIDN'T YOU?
HOW'D YOU--?
I'M SMART. AND SO ARE YOU. WHERE IS IT?
I DOWNLOADED IT ONTO MY WEBWARE.
BUT HOW DO WE GET IT OUT TO, WELL-- EVERYBODY?
WAY AHEAD OF YOU.
OTTO, CAN YOU KEEP HIM BUSY?!
AFTER WHAT HE'S DONE TO MY ANNA?! TILL MY DYING BREATH!
THIS. RIGHT HERE. TEAMING UP WITH OTTO OCTAVIUS!
YOU'RE PROVING MY POINT, PETEY!
SPIDER-MAN, I AM YOUR WORST ENEMY.
HOW DID YOU KNOW I'D SIDE WITH YOU? THAT I'D SACRIFICE MYSELF?
YOU FORGET? I'VE BEEN INSIDE YOUR HEAD. YOU'RE NOT ALL BAD.
ANNA MARIA, FOR ONCE, I CAN SAY THIS WITH MY OWN FACE, MY OWN VOICE--
--KNOW THAT I DON'T MIND DYING. EVEN A SECOND TIME. NOT WHEN IT'S FOR YOU.
PETE, PLEASE. GET ME OUT OF HERE.

OKAY, THIS INVERSE FREQUENCY OF YOURS...
...IT'LL STABILIZE ALL OUR CELLS, RIGHT?
"OUR CELLS"?
MY SUIT'S RIPPED--AND I WAS SWINGING AROUND EARLIER. WITH GWEN.
OH, PETE. IF WE SURVIVE THIS, WE'RE ALL GOING TO NEED THERAPY, AREN'T WE?
FACT

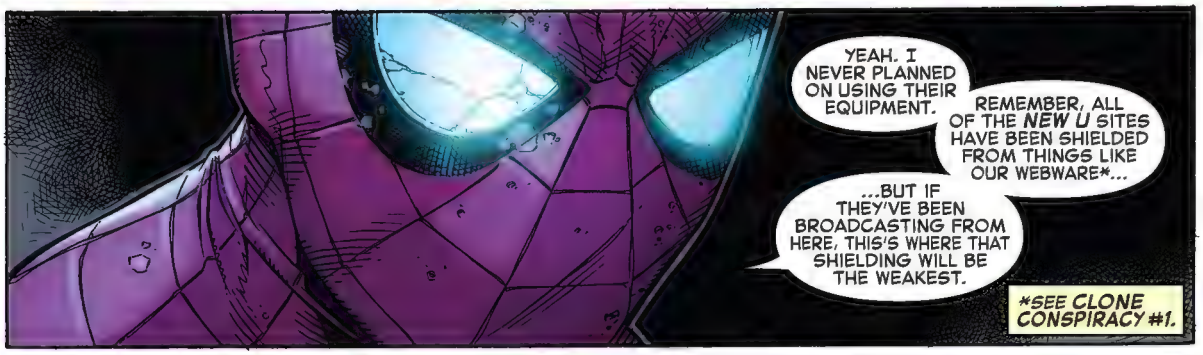

HE SAID THERE WAS A REMOTE FACT CHANNEL ON THE TOP--
SILK! YOU'RE A SIGHT FOR SORE EYES. I'M ASSUMING YOU'RE NOT A CLONE?
ASSUME AWAY!
WE'RE ON THE CLOCK. CAN WE TRANSMIT SOMETHING FROM HERE?
NOT ANYMORE. SHE HAD ALL THE CODES. SHE CAME IN HERE AND SHUT EVERYTHING DOWN.

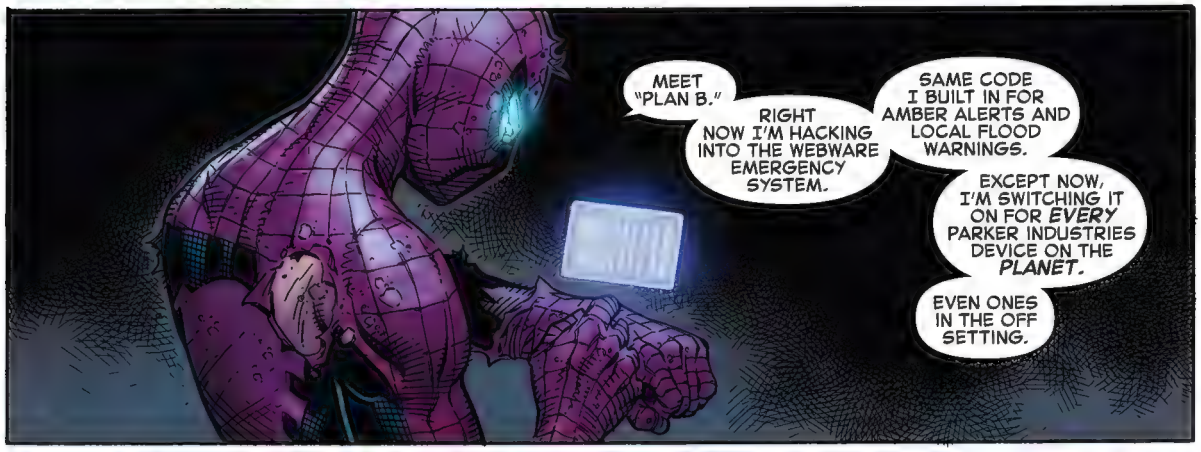

WELL, THERE GOES "PLAN A."
"SHE"? WHO ARE YOU TALKING ABOUT?
MARLA JAMESON.
JONAH'S WIFE.
ARE YOU THERE, DEAR?

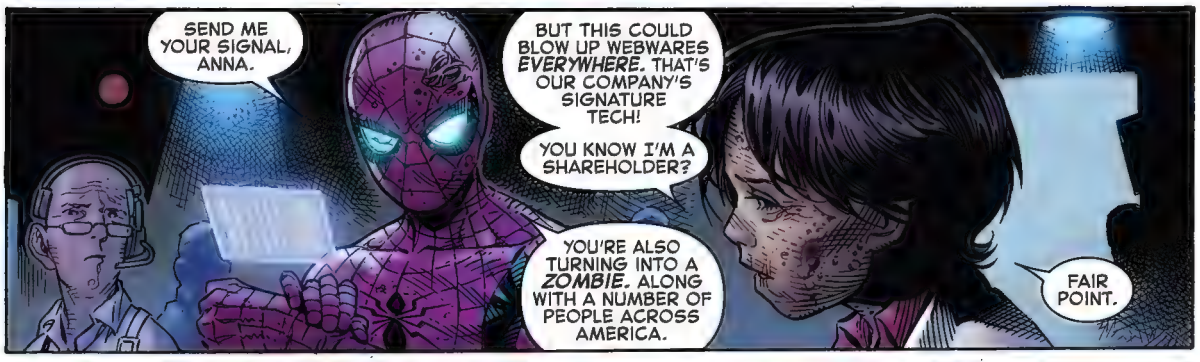
WHERE ELSE WOULD I BE?
WE C-CAN STILL FIX THIS. YOU'LL SEE.
HE'LL MAKE NEW VERSIONS OF US.
MATTIE. YOUR FATHER. ME. WE CAN ALL BE TOGETHER AGAIN...
WON'T THAT...BE... NI--

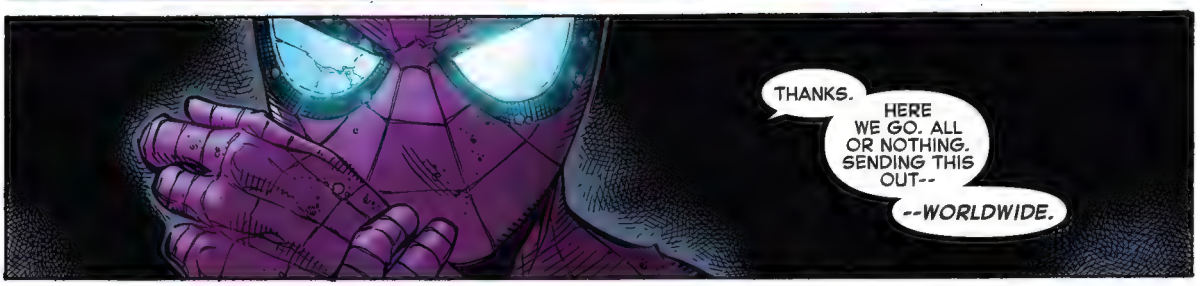

JONAH...
I BEG YOU. DON'T TELL HIM.
DON'T TELL PARKER HE WAS RIGHT.

KEEP AN EYE ON THE JAMESONS. MAKE SURE THEY'RE SAFE. WE'LL COVER THE REST.
DON'T WORRY. I'LL LOOK AFTER HIM.
YOU SAID, "PLAN A." YOU KNEW JACKAL WOULD'VE SWITCHED OFF THE FACT CHANNEL...
...THAT WE CAN'T GET THE SIGNAL OUT THE SAME WAY HE DID.


YEAH. I NEVER PLANNED ON USING THEIR EQUIPMENT.
REMEMBER, ALL OF THE *NEW U* SITES HAVE BEEN SHIELDED FROM THINGS LIKE OUR WEBWARE*...
...BUT IF THEY'VE BEEN BROADCASTING FROM HERE, THIS'S WHERE THAT SHIELDING WILL BE THE WEAKEST.
*SEE CLONE CONSPIRACY #1.

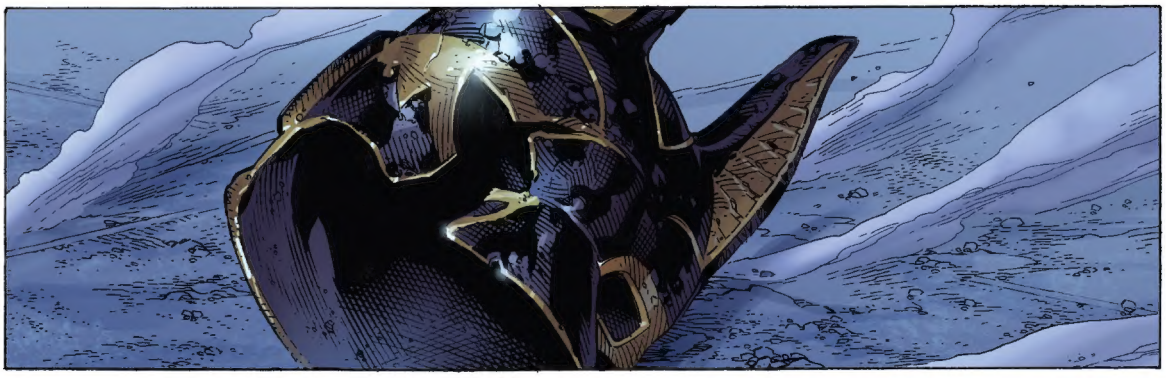

MEET "PLAN B."
RIGHT NOW I'M HACKING INTO THE WEBWARE EMERGENCY SYSTEM.
SAME CODE I BUILT IN FOR AMBER ALERTS AND LOCAL FLOOD WARNINGS.
EXCEPT NOW, I'M SWITCHING IT ON FOR *EVERY* PARKER INDUSTRIES DEVICE ON THE *PLANET*.
EVEN ONES IN THE OFF SETTING.


SEND ME YOUR SIGNAL, ANNA.
BUT THIS COULD BLOW UP WEBWARES *EVERYWHERE*. THAT'S OUR COMPANY'S SIGNATURE TECH!
YOU KNOW I'M A SHAREHOLDER?
YOU'RE ALSO TURNING INTO A *ZOMBIE*. ALONG WITH A NUMBER OF PEOPLE ACROSS AMERICA.
FAIR POINT.


THANKS.
HERE WE GO. ALL OR NOTHING. SENDING THIS OUT--
--WORLDWIDE.

EEEEEEEEEEEEEEEEEEEERRRZZZ
AHH!
MAKE IT STOP!
WHAT THE HELL IS THIS?!
MY HEAD--
EEEEEEEEEEEEEEEEEEEERRRZZZ
AKK-- GONNA BE SICK...
OW!
IS THIS TERRORISTS?! OH MY GOD, THIS'S FROM SOME KINDA TERRORISTS!
EEEEEEEEEEEEEEEEEEEERRRZZZZ
EEEEEEEEEEEEEEEEEEEERRRZZZ
GNNH! KAINE, CHECK IT OUT!
WHATEVER THAT IS--IT DID SOMETHING.
LOOK, THEY'RE ALL FINE NOW. EVERYBODY'S GONNA BE FINE.
NOT EVERYONE.

EEEEEERRRZZZZ
KSHH
YOU--YOU SHATTERED MY WEBWARE?!
THAT SIGNAL--IT WAS STOPPING THE DECAY!
IT WAS SAVING BOTH OF US! WHY WOULD YOU--?
YOU PATHETIC CLONE! YOU ALMOST COST MY ANNA HER LIFE!
MELT WITH ME!
HOW ARE YOU FEELING?
BETTER. WE DID IT!
I THINK WE ACTUALLY PULLED THIS OFF!
MAYBE. QUESTION IS...
...DID WE DO IT IN TIME?



DUST AND EMPTY SUITS. BOTH OF THEM.
WHAT DO YOU THINK? ARE THEY--?
I THINK...

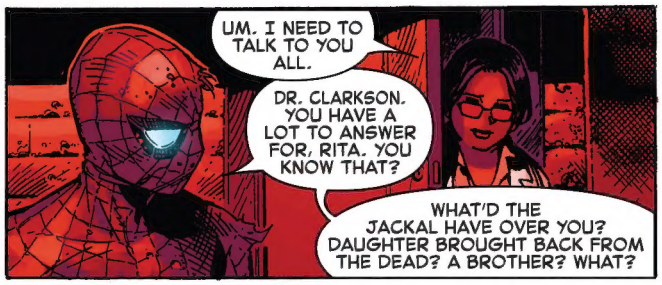
...THERE'S SOMETHING I NEED TO SEE. THIS WAY.
THE ULTIMATE TEMPLATE.
WHAT?
NOTHING. I'M COMING.

YOU DESERVED BETTER THAN THIS, GWEN STACY.
BETTER THAN ME.
PETER...

I'D HOPED FOR ONCE...
WE SHOULD CHECK ON THE OTHERS.
RIGHT.

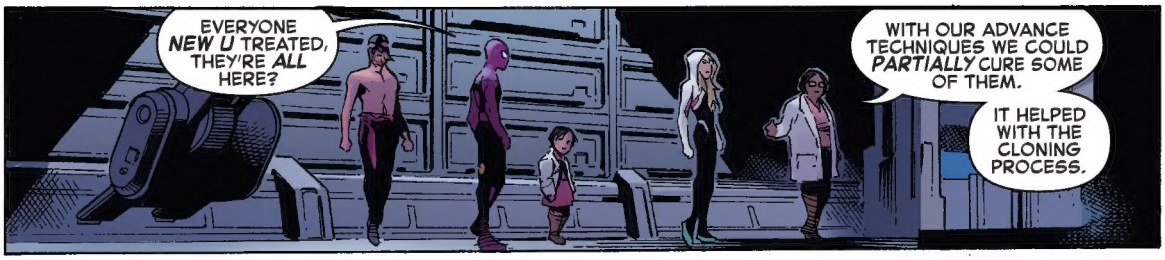
...AND THAT'S IT. WE'VE LOOKED AROUND AND THERE'S NO WAY OF TELLING--
--HOW MANY CLONES SURVIVED. HOW MANY COMPLETELY BROKE DOWN.
ALL THE SURVIVORS--EVERYONE CLEARED OUT.
PROWLER AND JEAN DIDN'T MAKE IT. I SAW 'EM GO. THEY FOUGHT WELL, THOUGH.
SOME BAD GUYS DISSOLVED. SOME I WEBBED UP. SOME GOT AWAY.
OF COURSE THEY DID. THAT'S THE RULE. VILLAINS GET TO COME BACK.
WHAT ABOUT RHINO?
HE'S KEEPING TO HIMSELF. FOR NOW. LET'S NOT TEMPT FATE.

HEY. YOU AND ANNA, YOU GOT THAT SIGNAL OUT. YOU SAVED *COUNTLESS* LIVES. THAT'S A WIN.
DOESN'T FEEL LIKE ONE. KINDA HARD TO FEEL *ANYTHING* RIGHT NOW.


UM. I NEED TO TALK TO YOU ALL.
DR. CLARKSON. YOU HAVE A LOT TO ANSWER FOR, RITA. YOU KNOW THAT?
WHAT'D THE JACKAL HAVE OVER YOU? DAUGHTER BROUGHT BACK FROM THE DEAD? A BROTHER? WHAT?

NO ONE. I JUST--I WANTED TO DO SOME GOOD. I HONESTLY BELIEVED WE WERE--
LOOK, I COULD HAVE RUN AWAY. BUT...I NEED...
THEY'RE DEFROSTING DOWNSTAIRS. AND THEY NEED HELP.

HOW MANY SUB-BASEMENTS DO THESE PLACES HAVE?
I'VE LOST COUNT.
CLARKSON, OUT WITH IT. WHO ARE "THEY"?
ALL THE *NEW U* PATIENTS. THE ONES WHO ARE STILL ALIVE. OR RATHER...
...STILL DYING.

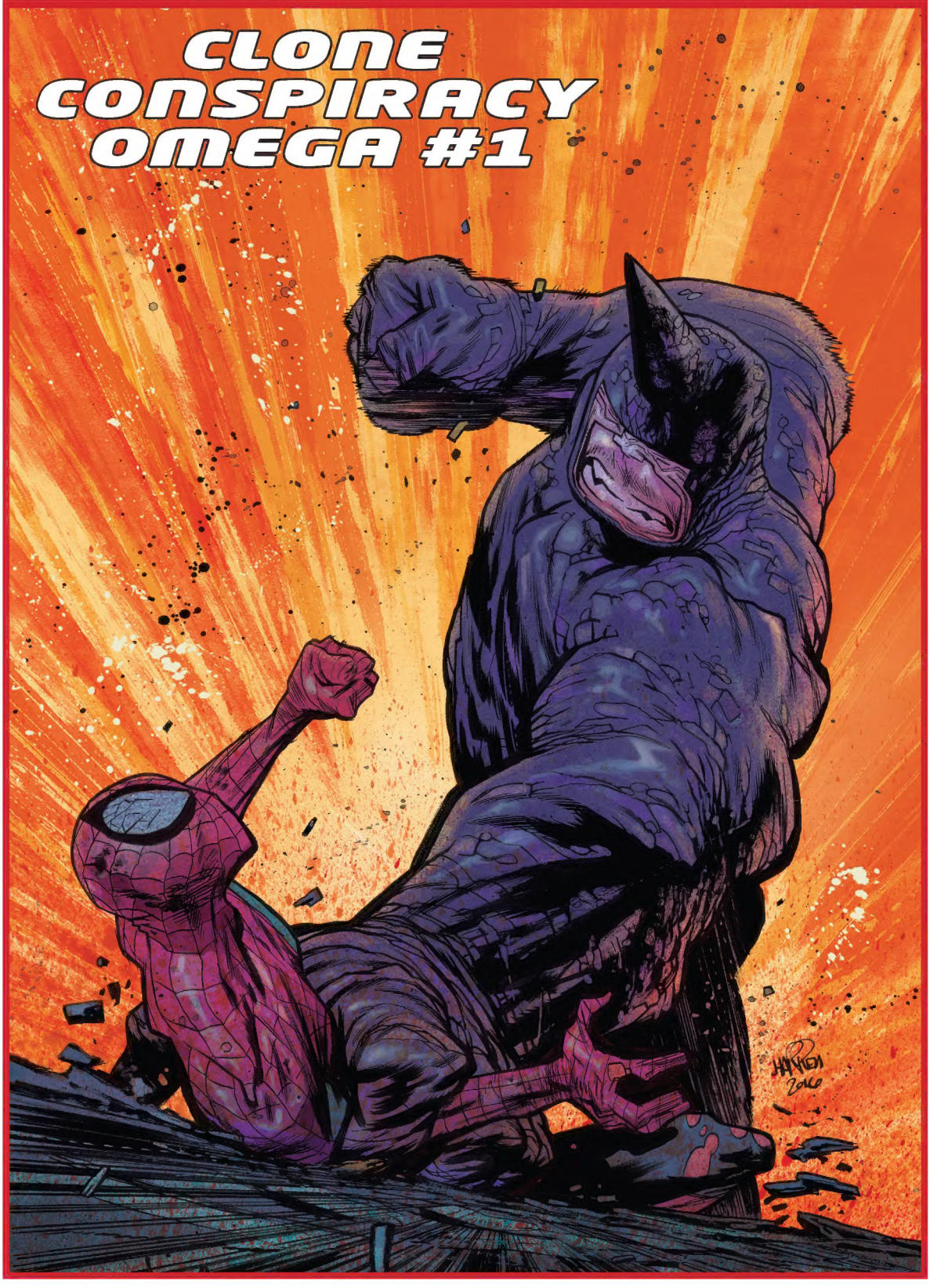

EVERYONE *NEW U* TREATED, THEY'RE *ALL* HERE?
WITH OUR ADVANCE TECHNIQUES WE COULD *PARTIALLY* CURE SOME OF THEM.
IT HELPED WITH THE CLONING PROCESS.

YOU HELD ON TO THE ORIGINALS.
OH GOD. THEY'RE ALL GOING TO DIE NOW, AREN'T THEY?
NOT ALL OF THEM. SOME OUR PROCEDURES *COULD* RESTORE.

HOBIE! HEY, MAN! YOU'RE STILL WITH US!
HEY, SPIDEY. UM...WHAT'S GOING ON? WHAT'D I MISS?
EVERYTHING. BUT DON'T WORRY, HOBIE, YOU WERE WITH US IN SPIRIT...AND IN BODY. IT'S A LONG STORY.
HE'LL BE FINE. OTHERS WON'T BE SO LUCKY.

JERRY? JERRY SALTERES!
SPIDER-MAN? *OHH.* I FEEL AWFUL...
WHERE AM I? WHERE'S MY WIFE? MY SON?

I'LL GET YOU TO THEM, JERRY.
I--I PROMISED I'D BRING YOU HOME. THAT YOU'D BE OKAY, BUT NOW...
...I HAVE TO KEEP AS MUCH OF THAT PROMISE AS I CAN.
I UNDERSTAND. DO WHAT YOU CAN. YOU'RE ONLY HUMAN.
THE END.

NEXT:

CLONE CONSPIRACY OMEGA #1